

**ARIZONA CORPORATION COMMISSION**  
**INCORPORATION DIVISION**

FILING FEE \$25.00

 ANNUAL REPORT for fiscal year ending December 31, 19 70  
 NAME OF CORPORATION Fairbanks Morse Inc

 ADDRESS 430 Park Avenue, New York, New York 10022

OFFICERS	NAME	STREET	CITY-STATE
President			
Vice-Pres.			
Secretary			
Treasurer			

BOARD OF DIRECTORS (If more than five attach separate sheet)


**FINANCIAL STATEMENT**

ASSETS		LIABILITIES	
Current Assets:		Current Liabilities:	
Cash on Hand	\$	Notes Payable	\$
Demand Deposits	\$	Accts. Payable (trade)	\$
Inventories (basis)	\$	Accrued Liabilities	\$
Accts. Rec. (trade) net	\$	Taxes and interest	\$
Notes Rec. (trade)	\$	Other Current Liabilities:	\$
Other current assets:	\$	Dividends declared	\$
	\$	Installments due (in 1 yr.)	\$
	\$	Due Officers and Directors	\$
	\$		\$
Fixed Assets	\$	Long Term Debts	\$
Intangible Assets:	\$	Reserves:	\$
Goodwill	\$		\$
	\$		\$
	\$		\$
Other Assets:	\$	Other Liabilities:	\$
Marketable Securities	\$		\$
Due from Officers and directors	\$		\$
	\$		\$
Deferred Charges:	\$	Capital and Surplus:	\$
Prepaid expenses	\$	Shares Outstanding (Sched. 3)	\$
Organization expenses	\$	Surplus (Sched. 4)	\$
	\$		\$
	\$		\$
TOTAL	\$	TOTAL	\$

SCHEDULE 3. CAPITAL			
No.	Class	Shares Outstanding	\$
1,000	common	Shares Outstanding	\$ 1,000.00
		Shares Outstanding	\$
		Shares Outstanding	\$
		TOTAL	\$ 1,000.00

SCHEDULE 4. SURPLUS		\$
Paid in Surplus		\$ 23,110.10
Revaluation of assets		\$
Other capital surplus		\$ (10,208.14)
Earned surplus (or deficit)		\$
TOTAL		\$ 13,232.35

 STATE OF NEW YORK  
 COUNTY OF NEW YORK

 We, Robert E. Whiteley Secretary, of the above named corporation, do solemnly swear that the foregoing is a true, complete and correct statement to the best of our knowledge and belief, and have caused same to be prepared and delivered to the Arizona Corporation Commission.  
 Subscribed and sworn to before me this 14th day of April, 1971

My commission expires

NOTARY SEAL

James M. Ross  
 Signature

 FRANCES M. ROSS  
 NOTARY PUBLIC, State of New York  
 No. 60-3364485  
 Qualified in Westchester County

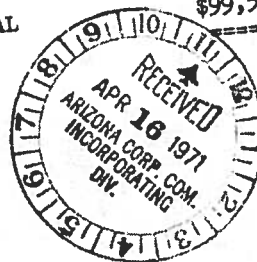
CORPORATE SEAL

 IF POSSIBLE, PLEASE USE TYPEWRITER  
 ARIZONA CORPORATION COMMISSION, CAPITAL ANNEX, PHOENIX, ARIZONA  
 FEE \$25.00

FAIRBANKS MORSE INC

COMPARATIVE BALANCE SHEETS

	<u>January 1, 1970</u>	<u>December 31, 1970</u>
<b>ASSETS</b>		
Cash	\$ 993,148	\$ 778,814
Notes and accounts receivable (net)	24,549,476	20,901,326
Inventories	37,235,830	34,187,383
Investments	10,090,948	10,802,985
Buildings and other depreciable property (net)	25,014,229	23,381,071
Land	359,159	359,159
Other assets	<u>1,280,750</u>	<u>1,236,055</u>
	\$99,513,540	\$91,646,793
	=====	=====
TOTAL ASSETS		
<b>LIABILITIES AND CAPITAL</b>		
Accounts payable	\$42,226,513	\$46,609,186
Notes payable and current maturities of long-term debt	2,356,868	2,356,858
Accrued expenses	15,454,945	19,453,220
Debenture bonds payable	2,375,000	2,375,000
Non-current liabilities	24,000,000	7,619,175
Capital stock:		
Common	1,000	1,000
Capital surplus	23,409,729	23,440,494
Earned surplus (deficit)	<u>(10,310,515)</u>	<u>(10,208,140)</u>
	\$99,513,540	\$91,646,793
	=====	=====
TOTAL LIABILITIES AND CAPITAL		



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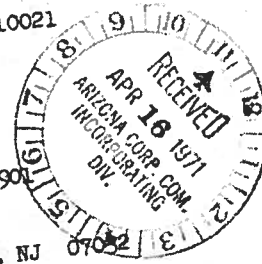
FEI #: 13-2502257

Fairbanks Morse Inc  
(f/k/a FCO Corporation:  
(f/k/a Fairbanks Morse & Co., Inc.)

c/o Colt Industries Inc  
430 Park Avenue  
New York (New York), New York 10022  
(212) 980-3500

Telex #: 12-5897

<u>Title and Name</u>	<u>Ref.#</u>	<u>Residence Address (and business address if different from above)</u>
<u>Directors</u>		
Anthony diBuono	(1)	Martindale North, Greenwich, CT 06830
William D. Ford	(2)	30 Sutton Place, New York, NY 10022
George A. Strichman	(3)	1404 Flagler Drive, Mamaroneck, NY 10543
<u>Chairman of the Board</u>		
George A. Strichman	(4)	Same as (3)
<u>President</u>		
David I. Margolis	(5)	30 East 72nd St., New York, NY 10021
<u>Vice President and Secretary</u>		
William D. Ford	(6)	Same as (2)
<u>Vice President and Treasurer</u>		
Kenneth A. Wulff	(7)	17 Windsor Road, Summit, NJ 07901
<u>Vice President and Controller</u>		
Salvatore J. Cozzolino	(8)	501 Grove St., Upper Montclair, NJ 07052
<u>Assistant Secretaries and Assistant Treasurers</u>		
Dana W. Hayward	(9)	5 Cambridge Court, Larchmont, NY 10538
Robert E. Whiteley	(10)	5 Deerfield Lane, South, Pleasantville, NY 10570
<u>Assistant Secretaries</u>		
Anthony diBuono	(11)	Same as (1)
William S. Schwab	(12)	365 Iris Lane, Highland Park, IL 60635
		Sokol, Schwab & Agran
		33 North Dearborn St., Chicago, IL 60602
Donald E. O'Keefe	(13)	468 North Fulton Ave., Mount Vernon, NY 10552
<u>Assistant Treasurer</u>		
Julius Levinson	(14)	81 Prospect Ave., Cedarhurst, NY 11516
<u>Chief Executive Officer</u>		
George A. Strichman		Same as (3)



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Fairbanks Morse Inc (continued)

Place and Date Incorporated  
Qualified to do Business In  
(Places and Dates)

Alabama, May 12, 1964  
Alaska, May 11, 1964  
Arizona, May 11, 1964  
Arkansas, May 11, 1964  
California, May 8, 1964  
Colorado, May 8, 1964  
Connecticut(B), May 8, 1964  
Delaware, April 28, 1964  
District of  
Columbia, June 22, 1964  
Florida, May 12, 1964  
Georgia, May 8, 1964  
Hawaii, July 1, 1964  
Idaho, May 11, 1964  
Illinois, May 11, 1964  
Indiana, May 11, 1964  
Iowa, May 11, 1964  
Kansas, May 13, 1964

Statutory Agents

Date of Annual Meeting

Date of Last Annual Meeting

Stock Authorized

Stock Outstanding

Percentage of Ownership

Location of Corporation's  
Books

Business Activity

Delaware, April 28, 1964.

Kentucky, May 11, 1964  
Louisiana, May 11, 1964  
Maine, May 8, 1964  
Maryland, May 8, 1964  
Massachusetts, May 8, 1964  
Michigan, May 14, 1964  
Minnesota, May 11, 1964  
Mississippi, May 9, 1964  
Missouri, May 12, 1964  
Montana, May 19, 1964  
Nebraska, May 11, 1964  
Nevada, May 11, 1964  
New Hampshire, May 8, 1964  
New Jersey, May 8, 1964  
New Mexico, May 11, 1964  
New York(B), May 8, 1964  
North Carolina, May 12, 1964  
North Dakota, May 11, 1964

Ohio(A), May 8, 1964  
Oklahoma, May 12, 1964  
Oregon, May 11, 1964  
Pennsylvania(A), May 11, 1964  
Puerto Rico, June 10, 1964  
Rhode Island, May 8, 1964  
South Carolina, May 8, 1964  
South Dakota, May 11, 1964  
Tennessee, May 11, 1964  
Texas, May 11, 1964  
Utah, May 8, 1964  
Vermont, May 11, 1964  
Virginia, May 13, 1964  
Washington, May 12, 1964  
West Virginia, May 11, 1964  
Wisconsin, May 12, 1964  
Wyoming, May 11, 1964

C-T Corporation System

Third Wednesday in April

April 15, 1970

10,000 Shares common stock, par value \$1.00 per share  
1,000 Shares common stock, par value \$1.00 per share  
100% by Colt Industries Inc

430 Park Avenue, New York, NY 10022

Manufacturing and selling industrial equipment.